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BELLSOUTH

1600 Williams Street, Suite 5200 Columbia, South Carolina 29201

November 1, 2005

Mr. Douglas Pratt
Public Service Commission of SC
Post Office Drawer 11649
Columbia, South Carolina 29211

Re: Fourteenth Amendment to Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and NewSouth Communications, Corp. pursuant to Sections 251 and 252 of the Telecommunications Act of 1996

Docket No. 98-216-C

Dear Mr. Pratt:

Pursuant to Sections 252(e) of the Telecommunications Act of 1996, BellSouth Telecommunications, Inc. ("BellSouth") and NewSouth Communications, Corp. ("NewSouth") submit to the South Carolina Public Service Commission their fourteenth amendment to the interconnection agreement for, among other things, the interconnection of their networks, the unbundling of specific network elements and the resale of BellSouth's telecommunications services. The agreement was negotiated pursuant to Sections 251 and 252 of the Act and also may contain terms and conditions for products and services voluntarily agreed to by the parties outside the scope of Sections 251 and 252 of the Act.

Pursuant to Section 252(e) of the Act, the Commission is charged with approving or rejecting the negotiated agreement between BellSouth and NewSouth within 90 days of its submission. The Commission may only reject such an agreement if it finds that the agreement or any portion of the agreement discriminates against a telecommunications carrier not a party to the agreement or the implementation of the agreement or any portion of the agreement is not consistent with the public interest, convenience and necessity. Both parties represent that neither of these reasons exists as to the agreement they have negotiated and that the Commission should approve their agreement. The effective date of this agreement is August 23, 2005 and it expires on September 13, 2005.

As a courtesy, a copy of this amendment is being provided to the Office of Regulatory Staff.

Very truly yours,

s/C. Lesley Addis

Enclosures

cc: James E. McDaniel

Rena N. Grant

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Amendment to the Agreement Between NewSouth Communications, Corp. and BellSouth Telecommunications, Inc. Dated May 18, 2001

Pursuant to this Amendment, (the "Amendment"), NewSouth Communications, Corp. ("NewSouth"), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated May 18, 2001 ("Agreement") to be effective the date of the last signature executing the Amendment ("Effective Date").

WHEREAS, BellSouth and NewSouth entered into the Agreement on May 18, 2001, and;

NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. The Parties agree to add the following provision to Attachment 2 and the Associated rates as set forth in Exhibit A of this Amendment, attached hereto and incorporated herein by this reference.

6.5.4 Rearrangements

- 6.5.4.1 A request to move a working NewSouth CFA to another NewSouth CFA, where both CFAs terminate in the same BellSouth Central Office ("Change in CFA"), will be subject to the applicable nonrecurring charges set forth in Exhibit A to this Amendment.
- 6.5.4.2 Upon request of NewSouth, BellSouth shall project manage the Change in CFA or re-termination of a facility as described in Section 6.5.4.1 above and NewSouth may request OC-TS for such orders and such OC-TS will be available at times designated by NewSouth 24 hours a day, 7 days a week (except holidays). The applicable rates are set forth in Exhibit A.
- 6.5.4.3 BellSouth shall accept a LOA between NewSouth and another carrier that will allow NewSouth to connect a facility, or Combination that includes Dedicated Transport to the other carrier's collocation space or to another carrier's CFA.
- 6.5.4.4 BellSouth shall perform appropriate pre-service tests to ensure that transport facilities are delivered to the appropriate connecting points and that applicable industry standards of service are met. The Parties will use best efforts to ensure that testing for designed service is complete 24 hours in advance of the rearrangement. However, performance of the testing shall not impact the rearrangement due date or time unless

- mutually agreed upon by the Parties or industry standards of service can not be met.
- 6.5.4.5 Where batch order processing is utilized the First NRC will apply to the first circuit of the batch and the Add'l charge will apply to each additional circuit in the batch. The applicable rates are set forth in Exhibit A.
- 2. All of the other provisions of the Agreement, dated May 18, 2001, shall remain in full force and effect.
- 3. Either or both of the Parties are authorized to submit this Amendment to the respective state regulatory authorities for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996.

IN WITNESS WHEREOF, the Parties have executed this Amendment the day and year written below.

	BellSouth Telecommunications, Inc.	NewSouth Communications, Corp.
	By:	By: Jul. Del
ich	Name: Kristen Rowe	Name: Susan J. Berlin
	Title: Director	Title: VP Sr Regulatory (conse
	Date: 8 - 23-25	Date: 8-22-2005

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Attachment: 2 Exh. A

UNBUNDLED NETWORK ELEMENTS - Alabama

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